

DAVIS POLK & WARDWELL LLP
450 Lexington Avenue
New York, New York 10017
Telephone: (212) 450-4000
Facsimile: (212) 701-5800
Marshall S. Huebner
Benjamin S. Kaminetzky
Timothy Graulich
Eli J. Vonnegut
James I. McClammy

*Counsel to the Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

**PURDUE PHARMA L.P., et al.,

Debtors.¹**

Chapter 11

Case No. 19-23649 (RDD)

(Jointly Administered)

**STIPULATION AND AGREED ORDER
RESOLVING MOTION OF THE NATIONAL ASSOCIATION FOR THE
ADVANCEMENT OF COLORED PEOPLE TO INTERVENE IN CHAPTER 11 CASE**

1. On August 7, 2020, the National Association for the Advancement of Colored People (the “NAACP”) filed a Motion to Intervene in these chapter 11 cases on behalf of communities of color, seeking to ensure that distributions received pursuant to any confirmed

¹ The Debtors in these cases, along with the last four digits of each Debtor’s registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors’ corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

chapter 11 plan are appropriately allocated to communities of color that have been affected by the opioid crisis (the “**NAACP Motion**”) [Dkt. No. 1555].

2. Recognizing the importance of the issues raised in the NAACP Motion, the Debtors, the Official Committee of Unsecured Creditors (the “**UCC**”), the Ad Hoc Committee (the “**AHC**”), the Non-Consenting States Group (the “**NCSG**”), the Multi-State Governmental Entities Group (the “**MSGE Group**”, and together with the AHC and the NCSG, the “**Public Claimant Groups**”), the Independent Public Schools (the “**IPS**”), and the NAACP (collectively, the “**Parties**”) have, subject to Court approval, agreed to resolve the NAACP Motion such that the NAACP Motion be granted and implemented on the terms set forth in this Stipulation.

AGREEMENT

3. The Parties agree as follows:
- a. The NAACP agrees to be bound by the mediation rules and confidentiality, and any other pertinent provisions, as articulated in the *Order Appointing Mediators* [Dkt. No. 895] (the “**Mediation Order**”). The NAACP further agrees to sign onto the Protective Order entered in these cases.
 - b. The NAACP will have the opportunity to present its position on the current state of the public abatement plan, including provisions it feels should be revised or added on a confidential basis (pursuant to the Mediation Order), to (i) the Mediators, the Debtors, the UCC, and the Public Claimant Groups while mediation is ongoing and (ii) to any other Mediation Parties (as defined in the Mediation Order), or any other parties participating in the mediation by stipulation, including the IPS, following the conclusion of the mediation.

- c. The NAACP agrees to reasonably coordinate with the Public Claimant Groups, and will not seek to delay or hinder the progress of the ongoing Mediation. Further, to ensure that the NAACP has adequate time to review and provide comments and suggestions to the Parties and the Mediators, the Public Claimant Groups will provide the NAACP with the most recent public abatement plan, subject to the confidentiality and privilege protections of the Mediation Order.
- d. The NAACP has a hearing pending on the NAACP Motion that is due to be heard on August 26, 2020, at 10:00 a.m. The Public Claimant Groups and the Debtors have all filed statements in support of the NAACP Motion, and the UCC and the IPS support the NAACP Motion. Should this Honorable Court grant the NAACP Motion in accordance with this Stipulation, nothing herein is meant to limit or curtail the advocacy of the NAACP, or its ability to be heard in later proceedings of the Court following the conclusion of the mediation process.

IN WITNESS WHEREOF, this Stipulation has been executed and delivered as of the day and year first below written.

Dated: August 25, 2020
New York, New York

AKIN GUMP STRAUSS HAUER & FELD
LLP

By: /s/ Arik Preis
One Bryant Park
New York, NY 10036
Telephone: (212) 872-1000
Ira S. Dizengoff
Arik Preis
Mitchell Hurley
Sara L. Brauner

*Counsel to the Official Committee of
Unsecured Creditors of Purdue Pharma L.P.,
et al.*

DAVIS POLK & WARDWELL LLP

By: /s/ James I. McClammy
450 Lexington Avenue
New York, NY 10017
Telephone: (212) 450-4000
Facsimile: (212) 701-5800
Marshall S. Huebner
Benjamin S. Kaminetzky
Timothy Graulich
Eli J. Vonnegut
James I. McClammy

*Counsel to the Debtors and Debtors in
Possession*

PILLSBURY WINTHROP SHAW PITTMAN CAPLIN & DRYSDALE, CHARTERED
LLP

By: /s/ Andrew Troop
31 West 52nd Street
New York, New York 10019
Telephone: (212) 858-1000
Andrew M. Troop
Jason S. Sharp (admitted *pro hac vice*)
Andrew A. Alfano

*Counsel to Ad Hoc Group of Non-Consenting
States*

By: /s/ Kevin C. Maclay
One Thomas Circle, NW, Suite 1100
Washington, DC 20005
Telephone: (202) 862-5000
Facsimile: (202) 429-3301
Kevin C. Maclay, Esq. (admitted *pro hac vice*)
Todd E. Phillips, Esq.
Ann Weber Langley, Esq. (*pro hac vice*
pending)
George M. O'Connor, Esq. (admitted *pro hac*
vice)

*Counsel for the Multi-State Governmental
Entities Group*

KRAMER LEVIN NAFTALIS & FRANKEL BROWN RUDNICK LLP
LLP

By: /s/ Kenneth H. Eckstein
1177 Avenue of the Americas
New York, NY 10036
Telephone: (212) 715-9100
Kenneth H. Eckstein
David E. Blabey Jr.
Rachael Ringer

-and-

GILBERT LLP

100 New York Avenue, NW, Suite 700
Washington, D.C. 20005
Telephone: (202) 772-2200
Scott D. Gilbert (admitted *pro hac vice*)
Craig Litherland (admitted *pro hac vice*)
Kami E. Quinn (admitted *pro hac vice*)

-and-

7 Time Square
New York, NY 10036
Telephone: (212) 209-4800
David J. Molton
Steven D. Pohl

-and-

OTTERBOURG P.C.
230 Park Avenue
New York, NY 10169
Telephone: (212) 661-9100
Melanie L. Cyganowski
Jennifer S. Feeney

*Counsel to the Ad Hoc Committee of
Governmental and other Contingent Litigation
Claimants*

ORTIZ & ORTIZ LLP

By: /s/ Norma E. Ortiz
950 Third Avenue, 25th Flr.
New York, New York 10022
Norma E. Ortiz (*pro hac vice* pending)

Local Counsel to NAACP

SOUTHERN MED LAW

By: /s/ Francois M. Blaudeau
2224 1st Ave North
Birmingham, AL 35203
François M. Blaudeau (ASB-7722-D32F)
Evan T. Rosemore (ASB-3760-N10B)

Complex Litigation Counsel to NAACP

NAACP EMPOWERMENT PROGRAMS

By: /s/ Janette Louard
National Headquarters
4805 Mount Hope Drive
Baltimore, MD 21215
Janette Louard

Interim General Counsel

By: /s/ Wilbur O. Colom
P.O. Box 866
Columbus, MS 39703
Wilbur O. Colom

Special Counsel to NAACP

By: /s/ James Henley
4860 North State Street
PO Box 31464
Jackson, MS 39286-1464
Telephone: 601-362-1717
James Henley

MEHRI & SKALET, PLLC

By: /s/ Cyrus Mehri

1250 Connecticut Ave., NW

Washington, D.C. 20036

Telephone: (202) 822-5100

Facsimile: (202) 822-4997

Cyrus Mehri (admitted *pro hac vice*)

D.C. Bar No. 420970

Aisha Rich (admitted *pro hac vice*)

Pennsylvania Bar No. 326042

-and-

HENRICHSEN SIEGEL, P.L.L.C.

225 Broadway, Suite 1803

New York, NY 10007

Telephone: (646) 378-4421

Chiung-Hui Huang

1440 G Street, NW

Washington, DC 20005

Telephone: (202) 423-3649

Facsimile: (202) 379-9792

Neil L. Henrichsen (admitted *pro hac vice*)

DC Bar No. 420277

Dawn C. Stewart (admitted *pro hac vice*)

DC Bar No. 458555

HUGHES SOCOL PIERS RESNICK & DYM,
LTD.

70 West Madison Street, Suite 4000

Chicago, Illinois 60602

Telephone: (312) 604-2630

Facsimile: (312) 604-2631

Matthew J. Piers (admitted *pro hac vice*)

Illinois Bar No. 2206161

Charlie D. Wysong (admitted *pro hac vice*)

Illinois Bar No. 6310536

Margaret E. Truesdale (admitted *pro hac vice*)

Illinois Bar No. 6327706

Emily R. Brown (admitted *pro hac vice*)

Illinois Bar No. 6317051

Mark Dym (admitted *pro hac vice*)

Illinois Bar No. 6182623

-and-

HIMES PETRARCA & FESTER, CHTD.

Two Prudential Plaza, Suite 3100

180 North Stetson

Chicago, Illinois 60601

Telephone: (312) 565-3100

Facsimile: (312) 565-0000

Justino D. Petrarca (admitted *pro hac vice*)

Illinois Bar No. 6183422

*Counsel to the Independent Public School
Districts*

So Ordered;

Dated: _____, 2020
White Plains, New York

THE HONORABLE ROBERT D DRAIN
UNITED STATES BANKRUPTCY JUDGE